

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

WEBB'S CANDIES, INC.,
individually and on behalf of a class of all those
similarly situated,

Plaintiff,

vs.

CADBURY ADAMS CANADA, INC.,
CADBURY SCHWEPES PLC, HERSHEY
CANADA INC., THE HERSHEY COMPANY,
MARS CANADA INC., MARS,
INCORPORATED, MARS NORTH AMERICA,
MARS SNACKFOODS U.S.A. LLC, NESTLE
CANADA INC., NESTLE S.A., NESTLE USA,
INC., AND ITWAL LTD.

Defendants.

Case No.: 08 CV 00382 (PKC)

ECF CASE

STIPULATION
AND ~~PROPOSED~~ ORDER

WHEREAS Plaintiff filed a Complaint in the above-captioned case on or about
January 15, 2008;

WHEREAS Plaintiff alleges price fixing of chocolate;

WHEREAS at least forty complaints have been filed to date in federal district
courts throughout the United States by plaintiffs purporting to bring class actions on behalf of
direct and indirect purchasers alleging antitrust violations by manufacturers, distributors, and
sellers of Chocolate (collectively "the Chocolate Cases");

WHEREAS several motions are pending before the Judicial Panel on Multidistrict
Litigation to transfer the Chocolate Cases for coordinated and consolidated pretrial proceedings
pursuant to 28 U.S.C. Section 1407, and plaintiff and defendants The Hershey Company, Mars,

Incorporated, and Nestle U.S.A., Inc. (collectively, "the Chocolate Companies") anticipate that additional responses will be filed;

WHEREAS plaintiff anticipates the possibility of Consolidated Amended Complaints in the Chocolate Cases;

WHEREAS plaintiff and the Chocolate Companies have agreed that an orderly schedule for any response to the pleadings in the Chocolate Cases would be more efficient for the parties and for the Court;

WHEREAS no prior extensions have been granted; and

NOW, THEREFORE, IT IS HEREBY STIPULATED by and among the undersigned counsel for all parties herein, subject to approval of the Court, as follows:

1. The deadline for the Chocolate Companies to answer, move, or otherwise respond to plaintiff's Complaint shall be extended until the earliest of the following dates: (1) forty-five days after the filing of a Consolidated Amended Complaint in the Chocolate Cases; or (2) forty-five days after plaintiff provides written notice to the Chocolate Companies that plaintiff does not intend to file a Consolidated Amended Complaint, provided however, that in the event that the Chocolate Companies should agree or be ordered to respond prior to that date in any Chocolate case, the Chocolate Companies will respond to the Complaint in the above-captioned case on that earlier date.

2. The defense counsel identified below shall accept service of the complaint filed in this case, including any amended or consolidated complaint, on behalf of the domestic entities that they represent. Defendants shall not contest the sufficiency of process or service of process; provided, however, that by entering into this Stipulation no Defendant waives any other

defense, including but not limited to the defense of lack of personal or subject matter jurisdiction, improper venue, or service of an improper entity.

3. The plaintiff will not to seek discovery until the Judicial Panel on Multidistrict Litigation rules on the pending motions to transfer and the transferee district enters a case management order, provided, however, that in the event that the Chocolate Companies should agree or be ordered to provide discovery in any Chocolate case before that date, the Chocolate Companies will simultaneously provide the same discovery to the plaintiff in the above-captioned action.

4. This extension is available, without further stipulation with counsel for plaintiff, to all named defendants.

Dated: February 13, 2008

COHEN, MILSTEIN, HAUSFELD &
TOLL, P.L.L.C.

By: 

Robert G. Eisler
150 East 52nd Street
Thirtieth Floor
New York, NY 10022
Tel: (212) 838-7797
Fax: (212) 838-7745

Michael D. Hausfeld
Christopher J. Cormier
Cohen, Milstein, Hausfeld & Toll, P.L.L.C.
80 New York Avenue, N.W.
Suite 500, West Tower
Tel: (202) 408-4600
Fax: (202) 408-4699

SO ORDERED:


Hon. P. Kevin Castel, U.S.D.J.

2-14-08

Michael P. Lehmann
Cohen, Milstein, Hausfeld & Toll, P.L.L.C.
One Embarcadero Center
Suite 2440
San Francisco, CA 94111
Tel: (415) 229-2080
Fax: (415) 986-3643

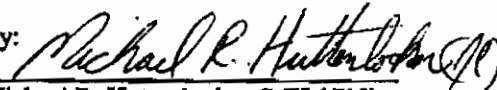
Steven A. Kanner
Freed Kanner London & Millen LLC
2201 Waukegan Road, Suite 130
Bannockburn, IL 60015
Tel: (224) 632-4500
Fax (224) 632-4521

Allan Steyer
Steyer Lowenthal Boodrookas Avarez &
Smith LLP
San Francisco, CA 94104
Tel: (415) 421-3400
Fax: (415) 421-2234

Arthur N. Bailey
Arthur N. Bailey & Associates
111 West Second Street, Suite 4500
Jamestown, NY 14701

Attorneys for Plaintiff Webb's Candies, Inc.

MCDERMOTT WILL & EMERY LLP

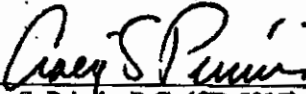
By: 
Michael R. Huttenlocher (MH-1710)
340 Madison Avenue
New York, NY 10173-1922
Tel: (212) 547-5400
Fax: (212) 547-5444

David Marx, Jr.
227 West Monroe Street
Chicago, Illinois
Telephone: (312) 984-7668
Fax: (312) 984-7700

Attorneys for Mars, Incorporated

KIRKLAND & ELLIS LLP

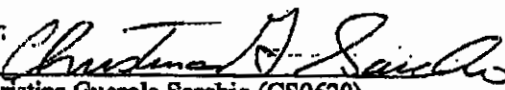
By:


Craig S. Primis, P.C. (CP-5017)
655 Fifteenth Street
Washington, DC 20005-5793
Telephone: (202) 879-5000
Fax: (202) 879-5200

Attorneys for The Hershey Company

HOWREY LLP

By:


Christina Guerola Sarchio (CS0620)
1299 Pennsylvania Avenue, N.W.
Washington, DC 20004
Telephone: (202) 383-6503
Fax: (202) 383-6610

Attorneys for Nestle U.S.A., Inc